

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK

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IN RE TREMONT SECURITIES LAW,	:	Master File No.:
STATE LAW and INSURANCE	:	08 Civ. 11117 (TPG)
LITIGATION	:	
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This Document Relates To:	:	ECF CASES
	:	Electronically Filed
State Law Actions, 08 Civ. 11183 (TPG)	:	
Securities Actions, 08 Civ. 11212 (TPG)	:	
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**SETTLING DEFENDANTS' JOINDER IN  
MOTION FOR APPROVAL OF DISTRIBUTION OF NET SETTLEMENT FUND**

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Harry Hodges, James Mitchell,  
Lynn O. Keeshan, Patrick Kelly,  
Stephen Thomas Clayton, Stuart Pologe,  
Cynthia J. Nicoll and Darren Johnston

[Additional counsel appear on signature page]

The Settling Defendants<sup>1</sup> respectfully join in and support the motion of the Settling Class Plaintiffs (the "Class Distribution Motion," Dkt. No. 1003) for an Order (the "Distribution Order") authorizing the distribution of more than \$75 million from the Net Settlement Fund ("NSF") established pursuant to the Court's Final Judgment entered on August 19, 2011 approving the partial settlement of the above-captioned consolidated litigation. In addition to authorizing distribution from the NSF, the Distribution Order will, if entered by the Court, result in the stipulated resolution and dismissal of nine related cases on behalf of 146 plaintiffs, including seven actions that remain pending before this Court: Anikstein v. Tremont Group Holdings, Inc., 12 Civ. 9058 (TPG), Becker v. Tremont Group Holdings, Inc., 12 Civ. 9060 (TPG), Bilgore v. Tremont Group Holdings, Inc., 12 Civ. 9061 (TPG), Cocchi v. Tremont Group Holdings, Inc., No. 12 Civ. 9064 (TPG), Karasel II, L.P. v. Tremont Group Holdings, Inc., 12 Civ. 9062 (TPG), Spectrum Select, L.P. v. Tremont Group Holdings, Inc., 12 Civ. 9057 (TPG), and Spectrum Select II, L.P. v. Tremont Group Holdings, Inc., 12 Civ. 9063 (TPG).

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<sup>1</sup> The Settling Defendants are Tremont Partners, Inc., Tremont Group Holdings, Inc., Tremont (Bermuda) Limited, Tremont Capital Management, Inc., Rye Investment Management, Robert I. Schulman, Rupert A. Allan, Harry Hodges, James Mitchell, Lynn O. Keeshan, Patrick Kelly, Stephen Thomas Clayton, Stuart Pologe, Cynthia J. Nicoll, Darren Johnston, Rye Select Broad Market Fund, L.P., Rye Select Broad Market Prime Fund, L.P., Rye Select Broad Market XL Fund, L.P., Rye Select Broad Market Insurance Fund, L.P., Rye Select Broad Market Portfolio Ltd., Tremont Market Neutral Fund, L.P., Tremont Market Neutral Fund II, L.P., Tremont Market Neutral Fund Ltd., Tremont Opportunity Fund Ltd., Tremont Opportunity Fund II, L.P., Tremont Opportunity Fund III, L.P., Tremont Arbitrage Fund, L.P., Tremont Arbitrage Fund-Ireland, Tremont Strategic Insurance Fund, L.P., Massachusetts Mutual Life Insurance Co., MassMutual Holding Trust I, MassMutual Holding Company, MassMutual Life Insurance Co., Oppenheimer Acquisition Corporation and OppenheimerFunds, Inc.

For these reasons and those set forth by the Settling Class Plaintiffs, the Settling Defendants respectfully submit that the Class Distribution Motion should be granted in all respects.

Dated: New York, New York  
March 27, 2015

Respectfully submitted,

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